

UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF NEW HAMPSHIRE

In re:

USA SPRINGS, INC.,

Debtor.¹

Case No. 08-11816 (JMD)

Chapter 11

**ORDER GRANTING MOTION FOR ORDER (I) AUTHORIZING MODIFICATION OF
CHAPTER 11 PLAN PRIOR TO CONFIRMATION WITH RESPECT TO POTENTIAL
NEW TRANSACTION, AND (II) GRANTING THE DEBTOR AN ADDITIONAL
THIRTY DAYS RELATED TO SUCH TRANSACTION**

Upon the motion (the “Motion”)² of USA Springs, Inc., a Delaware corporation, as debtor-in-possession (the “Debtor”) for an order (i) subject to the plan confirmation process, authorizing the Debtor to modify the Debtor’s Fourth Amended Plan of USA Springs, Inc. and Related Entities Under Chapter 11 of the Bankruptcy Code dated October 8, 2010 [Doc No. 489] (the “Current Plan”) as set forth in the Motion; and (ii) granting the Debtor an extension of at least thirty (30) days for the filing of the appropriate pleading(s) related to the Deposit to facilitate the Transaction with Malom Group AG, a Switzerland Corporation (“Malom”); it appearing that the relief requested by the Motion is necessary and in the best interest of the Debtor, its estate and its creditors; and due notice having been given; and sufficient cause appearing therefor; it is hereby

ORDERED, that the Motion is granted; and it is further

¹ The Debtor related entities are: USA Springs, Inc., a New Hampshire corporation; Garrison Place Real Estate Investment Trust; Just Cause Realty Trust; and Sweet Review Realty Trust.

² Capitalized terms used herein and not otherwise defined shall have the meanings set forth in the Motion.

~~ORDERED, that the Debtor may modify the Current Plan as set forth in the Motion,~~
~~subject to the plan confirmation process; and it is further~~

ORDERED, that the Debtor shall have until June 20, 2011 to file the appropriate pleading(s) related to the Deposit to facilitate the new Transaction with Malom.

Dated: May ²⁰____, 2011

/s/ J. Michael Deasy

J. Michael Deasy

United States Bankruptcy Judge

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